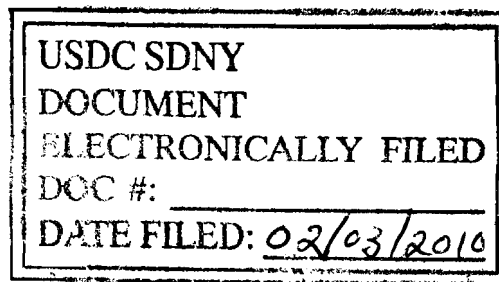


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK



-----x

STRICTLY RHYTHM RECORDS, INC., :

Plaintiff, :

- v - :

ZYX MUSIC DISTRIBUTION LTD., :

Defendant. :

-----x

McKENNA, D.J.,

09 Civ. 8127 (LMM)

MEMORANDUM AND ORDER

As discussed at the conference held on February 2, 2010:

The parties will exchange expert reports with respect to "Madagascar 5" by February 17, 2010, in an effort to determine whether the case can be settled as a result; in this effort, defendant's counsel will endeavor to make relevant information from defendant's German affiliate (such as the "Madagascar 5" digital file) informally available to plaintiff's counsel.

The parties are to (jointly or severally) advise the Court in writing by March 1, 2010 whether or not the case can be settled without more. If the answer is that it cannot, then: (1) plaintiff may (not later than March 15, 2010) file an amended complaint adding defendant's German affiliate as a defendant (which defendant's counsel has agreed to accept on its behalf); (2) the

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Court will set a discovery schedule for the entire case (as to which the parties may suggest dates in their March 1, 2010 letter(s)).

Dated: February **3**, 2010

SO ORDERED.

A handwritten signature in black ink, appearing to read 'L. M. McKenna', is written over a horizontal line.

Lawrence M. McKenna
U.S.D.J.